

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>STEIN JAY</b>  (Last) (First) (Middle) <b>STEIN MART, INC.</b> <b>1200 RIVERPLACE BOULEVARD, 10TH FLOOR</b>  (Street) <b>JACKSONVILLE FL 32207</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>STEIN MART INC [ SMRT ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>Chairman</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <b>11/30/2018</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/30/2018		J <sup>(D)</sup>		4,500,000	D	\$1.37	0	I	By Berry Hattie Stein 2018 Grantor Retained Annuity Trust
Common Stock	11/30/2018		J <sup>(D)</sup>		4,500,000	A	\$1.37	5,174,799	D	
Common Stock	11/30/2018		J <sup>(D)</sup>		4,500,000	D	\$1.37	0	I	By Jay Meredith Stein 2018 Grantor Retained Annuity Trust
Common Stock	11/30/2018		J <sup>(D)</sup>		4,500,000	A	\$1.37	9,674,799	D	
Common Stock	12/03/2018		G	V	4,500,000	D	\$0.00	5,174,799	D	
Common Stock	12/03/2018		G	V	4,500,000	A	\$0.00	4,500,000	I	By Berry Hattie Stein 2018 Grantor Retained Annuity Trust II
Common Stock	12/03/2018		G	V	4,500,000	D	\$0.00	674,799	D	
Common Stock	12/03/2018		G	V	4,500,000	A	\$0.00	4,500,000	I	By Jay Meredith Stein 2018 Grantor Retained Annuity Trust II
Common Stock								2,468,826	I	Stein Ventures Limited Partnership

